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UNITED STATES DISTRICT COURT  
DISTRICT OF UTAH, CENTRAL DIVISION

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RANDALL DANJANOVICH, )

Plaintiff, ) DEFENDANTS CONCLUSIONS  
vs. ) OF LAW

TEK FOUNDATION, et. al., ) Civil No. 2:04CV0623 TS  
Defendants. ) Judge: TED STEWART

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Defendants,, Clair W. Cox, Roger Cox, and Douglas Litster, submit the following Conclusions of Law:

**CONCLUSIONS OF LAW**

1. The plaintiff has failed to carry his burden of proof that TEK Corp, TEK Foundation, Douglas L. Litster and Clair W. Cox sold a security as defined in Federal and States Securities Laws to the plaintiff. Nor did the plaintiff purchase a security from the defendant.
2. Violations of 15U.S.C. 77 (t) and 15 U.S.C.78 J (b), Rule 17 C.F.R. w40.10 b-5 thereunder and U.C.A. § 61-1-1 only occur in connection with the sale or purchase of a security.

3. There is no subject matter Jurisdiction of violations, Federal and State anti-fraud provisions without the sale or purchase of a security.
4. There is no supplemental or pendente jurisdiction of State claims without the underlying jurisdiction of a Federal claim. Supplemental jurisdiction does not apply in this case.
5. The other State Court claims do not lie in the U.S. District Court without Supplemental or pendente jurisdiction.
6. There is no contract between TEK Corp or TEK Foundation and the Plaintiff, Danjanovich. Plaintiff's claims based on contract fail.
7. This action should be dismissed as to Clair Cox and Douglas Litster.
8. The plaintiff adduced no evidence supporting any claim against Roger Cox and the complaint should be dismissed as to him.

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/S/ Delano S. Findlay  
Delano S. Findlay